

1 **Society of American Archivists Foundation**
2 **Board of Directors Meeting**
3 **June 27, 2023**
4 **Virtual Meeting**
5

6 *Agendas and background materials for SAA Foundation Board meetings are publicly*
7 *available via the SAA website at: <http://www2.archivists.org/groups/saa-foundation-board-of->*
8 *[directors.](http://www2.archivists.org/groups/saa-foundation-board-of-)*
9

10 Foundation Board President Lisa Mangiafico called the meeting to order at 1:06 pm CT on
11 Tuesday, June 27, 2023.

12 Present for the entire meeting were Class A members: Terry Baxter (SAA President), Helen
13 Wong Smith (SAA Vice President), and Derek Mosley (SAA Executive Committee Member).
14 Class B members: Elizabeth Myers (SAA Board Vice President), Jessica Chapel, Robert Clark,
15 Elizabeth Joffrion, Dennis Meissner, Michele Pacifico, Gerrienne Schaad (SAAF Executive
16 Committee Member), and Megan Sokolow (SAAF Early-Career Member); and Executive
17 Director Jacqueline Price Osafo, Foundation and Development Manager, Astoria Edwards.

18
19 Absent were Sharmila Bhatia (SAA/SAAF Treasurer), Courtney Chartier (SAA Immediate Past
20 President), and Carli Lowe
21

22 **I. BOARD BUSINESS**
23

24 **A. Adoption of the [Agenda](#)**
25

26 Mangiafico introduced the agenda. Mosely moved for adoption as presented, Schadd seconded,
27 and the Board adopted the agenda unanimously. **(MOTION 1)**
28

29 **B.1. [Board Meeting Minutes](#)**
30

31 Upon approval, the minutes will be posted to the SAA website, and SAA members will be
32 notified of the availability of the minutes via *In The Loop*, the website, and social media.
33

34 **B.2. [Bylaws](#)**
35

36 Mangiafico noted that the Bylaws were included in the meeting materials for reference purposes.
37

38 **C. Acknowledge Conflicts of Interest**
39

40 No Conflicts of interest were brought forward.
41

42 **II. DISCUSSION**
43

44 **A. Executive Session [Closed Session]**
45

46 **MOTION 2**
47

48 **THAT the Foundation Board move into a confidential executive session.**

49 Leaving session

50 **Move:** Joffrion

51 **Second:** Mosley

52 **Vote:** PASSED (unanimous)

53

54 The Executive Director provided an update on SAA Foundation financials.

55

56 **MOTION 3**

57

58 **THAT the Foundation Board move out of the confidential executive session.**

59

60 **Move:** Meisner

61 **Second:** Mosely

62 **Vote:** PASSED (unanimous)

63

64 **B. Annual Meeting Update**

65

66 The Board discussed the activities during the 2023 Annual Meeting and assignments for the
67 Board of Directors that will be in-person.

68

69 **IV. ACTION**

70

71 **A. Governance Working Group**

72

73 The Board reviewed and discussed the Nominating Committee updates, and an interim action by
74 the Board will be done online after the proposed revisions are updated. .

75

76 **RECOMMENDATION:** Review and recommend to SAA Council (as SAA Foundation’s
77 sole corporate member) that it approves a final revised description of the SAA Foundation
78 Nominating Committee. We do not believe that action by SAA Council is necessary to
79 approve the updated committee description.

80

81 **Impact on Strategic Priorities:** The proposed recommendations will assist the SAA
82 Foundation in achieving its Strategic Goal by reviewing the structure and responsibilities of
83 the Nominating Committee (SAA Foundation Strategic Goal 3.2.1).

84

85 **Fiscal Impact:** The proposed recommendations have no adverse fiscal impact on the
86 Foundation or SAA

87

88 **B. Election of Officers**

89

90 The Board elected Lisa Mangiafico as Board President, Beth Myers as Vice President, and
91 Robert Clark as Executive Committee member for the 2023-2024 term.

92

93 **MOTION 3**

94

95 **THAT Lisa Mangiafico be elected to serve a one-year term as President of the Society**
96 **of American Archivists Foundation and**

97
98 **Move:** Joffrion

99 **Second:** Mosley

100 **Vote: PASSED (unanimous)**

101
102 **MOTION 4**

103
104 **THAT Elizabeth Myers be elected to serve a one-year term as Vice President of the**
105 **Society of American Archivists Foundation; and**

106
107 **Move:** Mosley

108 **Second:** Pacifico

109 **Vote: PASSED (unanimous)**

110
111 **MOTION 5**

112
113 **THAT Robert Clark, be elected to serve a one-year term as an Executive Committee**
114 **member of the Society of American Archivists Foundation.**

115
116 **Move:** Chapel

117 **Second:** Baur

118 **Vote: PASSED (unanimous)**

119
120 **Support Statement:** Mangiafico, Myers, and Clark are well qualified to serve in these
121 important capacities for the term September 2023 to August 2024, and each has consented to
122 serve if elected.

123
124 **Fiscal Impact:** None.

125
126 **C. SAA Foundation Committee Assignments**

127
128 The Board appointed directors for the Foundation Development, Finance, Grant Review,
129 Nominating, and Annual Meeting Award Committees to serve a one-year term (2023-2024).

130
131 **MOTION 6**

132
133 **THAT Lisa Managiafico, Carli Lowe, and Hope Dunbar be appointed to serve a one-**
134 **year term on the SAA Foundation Development Committee; and**

135
136 **Move:** Mink

137 **Second:** Meisner

138 **Vote: PASSED (unanimous)**

139
140 **MOTION 7**

142 **THAT Carli Lowe, Gerrienne Schaad, and Elizabeth Joffrion be appointed to serve a**
143 **one-year term on the SAA Foundation Finance Committee; and**

144
145 **Move:** Mosely

146 **Second:** Myers

147 **Vote:** PASSED (unanimous)

148

149 **MOTION 8**

150

151 **THAT Elizabeth Joffrion, Nicolette Lodico, Gerrienne Schaad, and Karen Meyer-Roux**
152 **be appointed to serve a one-year term on the SAA Foundation Grant Review**
153 **Committee;**

154

155 **Move:** Mosley

156 **Second:** Baur

157 **Vote:** PASSED (unanimous)

158

159 **MOTION 9**

160

161 **THAT Nicolette Lodico, Natalie Baur, and Hope Dunbar be appointed to serve a one-**
162 **year term on the SAA Foundation Nominating Committee;**

163

164 **Move:** Clark

165 **Second:** Minks

166 **Vote:** PASSED (unanimous)

167

168 **MOTION 10**

169

170 **THAT Karen Meyer-Roux, Beth Myers, and Jessica Chapel be appointed to serve a**
171 **one-year term on the SAA Foundation Annual Meeting Award Committee.**

172

173 **Move:** Pacifico

174 **Second:** Minks

175 **Vote:** PASSED (unanimous)

176

177 **Support Statement:** These Board members are well qualified to serve in these important
178 capacities from September 2023 to August 2024.

179

180 **Fiscal Impact:** None

181

182 **D. Other Actions from Board Members**

183

184 No other action items were brought forward.

185

186 **I. BOARD BUSINESS (Continued)**

187

188 **E. Meeting Debriefing / Next Board Meeting**

189

190 The Board briefly reflected on the highlights from the meeting and made suggestions for
191 improving future virtual Board meetings.

192

193 **F. Adjournment**

194

195 Baur moved, Mosley seconded a motion for adjournment, and the meeting was adjourned at 3:20
196 pm CT.